

# Executive Workshop on THE BOARD DYNAMICS

**Date:** 23-Mar-2018 (Friday), 9:30 AM to 5:30 PM

**Venue:** The Orchid Hotel, Vile Parle (East), Mumbai.

## **Come, witness and be part of the recreation of the Boardroom Battle(s)**

On Friday, March 23, 2018 a workshop on some of the leading case study will be discussed and deliberated by Mr. Sundharesan Jayamoorthi, Life Coach for Directors & Compliance Guru at Hotel Orchid, Mumbai.

Sample Question that come up for discussion during these deliberations are:

### Case Study – Tata Cyrus

1. What could have gone wrong on October 24, 2016?
2. What was the role of Independent Directors?
3. Was there a Breach of Trust, Confidentiality or Contract?
4. Was it a failure of Ethics, Governance or Compliance?

### Case Study – Volkswagen

1. Why did the Board not disclose the installation of the defect device software?
2. Was the CEO justified in washing his hands off from the allegations?
3. Could an ethnically-diverse Board avoided a situation like this?
4. Do you think the company had an effective Whistle-Blower Policy in place?

### Case Study – Wells Fargo

1. Why it took CEO Stumpf one year to inform the Board?
2. Where should have been the Board's actions to protect its shareholders?
3. Where was the Board's audit committee?
4. It is learnt that 5,300 employees were fired for engaging in the scandal. Do you think it is the right thing to do?

**Register and come to discuss these questions and a dozen more on Board Dynamics in India and across the globe.**

This executive development programme will help participants gain the skills that they need to be an effective board member. Additionally it will also equip the delegates with practical tools for participating / heading committees at the board level and help in running your own companies as CEO. Develop a deep understanding of board responsibilities and prepare yourself to reach and excel in corporate governance.

## WHY BOARDS NEED TRAINING?

An effective Board is a dynamic, fluid group that brings new ideas to further a cause that they are passionate about. The startup Boards are navigating between their new found success and in resolving and addressing issues on how to drive their Company to the next level, how to make strategic decisions, how to beat the competition, how to manage an unforeseen crisis BUT all these can be more effectively done with an added flavor of “Corporate Governance” (CG), Corporate Responsibility Practices (CRP) & Corporate Social Responsibility (CSR).

An effective training program can help Boards’ fulfill its role and make a real difference to a company’s performance and leave the enthusiastic participants perform their role as board members more effectively.

## PROGRAMME CONTENT

- Understanding the Roles, Responsibilities of board member
- The power of collective decision and the duties towards stakeholders
- Understanding the board communication and communication to board

## Faculty

**Sundharesan Jayamoorthi**, a fellow member of The Institute of Company Secretaries of India, New Delhi, member of Association of Secretaries and Managers, Calcutta, member of The Center for Corporate Governance, a Member of Institute of Directors, a Law graduate from Karnataka University and a Bachelor of General Laws, Annamalai University, a member of Society of Corporate Compliance & Ethics, Minneapolis, US.

## LIFE COACH FOR DIRECTORS, BOARD STRATEGIST & COMPLIANCE GURU

He educates and trains Boards, Senior Management & Advisors on issues relating to Governance, Compliance & Risks. He primarily addresses on subjects relating to Roles, responsibilities, Rights, Duties & liabilities for every member of Board. He is a regular speaker at various international forums and Conventions and National seminars and has submitted papers at International conferences of the Institute of Directors, Institute of Company Secretaries of India and the Institute of Chartered Accountants of India on Corporate Governance, Corporate Social Responsibility, Best Boardroom practices, Due Diligence. He has authored a book titled “**Board Anatomy**” that lists out the acronym of various corporate actions inside boardrooms.

As a principal faculty with the Institute of Directors for their Master Class Programme for Directors since March 2006, he has trained over 2000 persons for the certified programme in over 100 Master Classes in the last 10 years. His sessions have been rated as **MUST HEAR** from the participants of all the sessions he conducts.

## What you will gain

- Provide inputs on the current corporate law relating to Directors, their qualifications, and duties
- Introduction to regulatory and legislative requirements under the Indian law
- Participating in the programme will help you to promote sound governance in issues raised by your Board
- This programme equips the current or prospective board member with the conceptual frameworks to not only understand and fulfill the expectations but also contribute effectively towards creating world-class organisations

## Who Should Attend?

Senior leaders - who are taking on responsibilities of board director for the first time or seeking opportunities for directorship.

CEO / COO / CFO / Head of Finance / Independent Directors

Chief Internal Auditor / Chief Risk Officer

Head of Compliance / Corporate Governance Professionals

Company Secretaries / Senior Management Personnel

## ABOUT J. SUNDHARESAN & ASSOCIATES

A Firm of Practising Company Secretaries ([www.jsundharesan.com](http://www.jsundharesan.com)) established in 2003 in Bangalore with Team strength of Twelve members. Clients include Fortune 500 companies and a whole gamut of services in Corporate Law including Training, Advisory, Consulting and Transactions (TACT).

## ABOUT ALPHABRICKS TECHNOLOGIES

AlphaBricks ([www.alphabricks.com](http://www.alphabricks.com)) is a boutique Company specialising in Software Products for Financial Reporting (XBRL - eXtensible Business Reporting Language), Non-Financial Reporting (Sustainability Reports), Integrated Reporting and Compliance Management Solution (Total Compliance). The Company also offers Software Product development Services in its areas of operation as mentioned above. Customers include large Companies based in India, USA and Europe.

**Total Compliance** - a SaaS based Application for tracking and monitoring of all kinds of compliance which is fully configurable for any Country and has features like Tracking, Reviews (Maker-Checker), escalations, notifications & alerts, document upload, access control, Checklists, Document Management, etc., with complete dashboard on the health of the compliance across organization.

## WORKSHOP AGENDA

### THE BOARD DYNAMICS

9:00 to 9:30 AM – Registration and Breakfast

**Session 1:** 9:30 to 11:30 AM

#### **Board Dynamics - How Boards get away, defining Board Roles**

- The gap between “best practices” and boardroom reality
- Who are the real Boardroom leaders?
- Breach of Trust

#### **Case Study: How our Board fumbled & failed**

11:30 to 11:45 AM – Tea Break

**Session 2:** 11:45 AM to 1:30 PM

#### **Board Responsibility - Boardroom Conflicts, the cause and effect**

Companies don't fail; Boards do

- How do boards' protect themselves from “Conflicts” of interest
- Directors' Duties and responsibilities – who owes whom
- Breach of duties

#### **Case Study: How values were destroyed inside VW**

1:30 to 2:15 PM – NETWORKING LUNCH

**Session 3:** 2:15 to 3:45 PM

#### **Board Communication - Hope for the best, plan for the worst**

- Secrets of power board meetings
- Information flow without drowning the board
- Breach of confidentiality

#### **Case Study: The boardroom crisis strikes**

3:45 to 4:00 PM – Tea Break

**Session 4:** 4:00 to 5:30 PM

#### **Board Effectiveness – Culture eats Strategy**

- Is there an effective succession planning
- Is it Board performance or CEO performance
- Breach of Contract

#### **Case study: The founders can't let go**

#### Note:

1. The participants will be provided with case studies for each session in advance.
2. This workshop is to improve the personality and will require your active participation.

## PROGRAMME FEE

**Total Registration Fee: Rs. 8,850/- (including Taxes)**

**Early Bird price if payment received up to 10 March, 2018 –  
INR 7,080/- including taxes**

*(Registration Fee includes Lunch, Tea and hand-outs.)*

**A Certificate of Participation will be issued to all participants that is eligible to claim credit hours under SEBI (Listing Obligations & Disclosure Requirements) 2015.**

## REGISTRATION

To Register, Please send the following details (Name, Designation, Company name, email id, Telephone number & cell number) by email to [keshav.magar@alphabricks.com](mailto:keshav.magar@alphabricks.com) or you may call on Tel: (020) 67271321 / 8888 467 467 and ask for Keshav OR you can send a mail to [gayathri@jsundharesan.com](mailto:gayathri@jsundharesan.com) or call on +91 80 2344 0238 /29 to get more details on the program.

## PAYMENTS AND CANCELLATION

Payments can be made by NEFT, RTGS or by cheque (At Par) at least 15 days before the workshop. Invoice can be provided if informed in advance. Kindly provide your GST number.

Cancellations can be done 3 days prior to the workshop. Administrative charges of 1,500/- will be deducted from the refund. No cancellations permitted during the last 3 days before the event, however, substitutions are allowed if informed in writing by email.

## FEEDBACK FROM PREVIOUS ATTENDEES

“Everything was best. Absolutely nothing to complain”

--- Mr. Nitin Yadwad, Director, Kaeser Compressors (India) Pvt. Ltd.

“Delivery is fantastic, complex subject explained very well. Important for all entrepreneur and even start-ups also.”

--- Mr. Ravindra Mahajan, Director, Neologic Engineers Pvt.Ltd.